

Previously Posted on Curb—February 17, 1931; May 12, 1934 and January 24, 1935.
200,000 no par value Class “A” shares of Rogers-Majestic Corporation Limited.
LISTED April 29, 1941.
200,000 no par value Class “A” shares of Standard Radio Limited, replacing Class “A” shares of Rogers-Majestic Corporation Limited on share for share basis.
Ticker Abbreviation SRL.
Dial Ticker No. 185.

THE TORONTO STOCK EXCHANGE

LISTING STATEMENT

STANDARD RADIO LIMITED

A holding Company originally incorporated under the Laws of the Dominion of Canada by Letters Patent dated May 30, 1925, under the name of Standard Radio Manufacturing Corporation, Limited. By Supplementary Letters Patent dated September 3, 1929, name of the Company was changed to Rogers-Majestic Corporation Limited. Supplementary Letters Patent dated August 9, 1939, authorizing Class “A” shares to have one vote each and Class “B” shares to have five votes each. Supplementary Letters Patent dated April, 1941, authorized a reduction in capital of the Company, the repayment to shareholders of \$3 per share and changed the name of the Company to Standard Radio Limited, existing shares of Rogers-Majestic Corporation Limited being exchangeable into shares of Standard Radio Limited on a share for share basis.

CLASS “A” SHARES WITHOUT NOMINAL OR PAR VALUE
(VOTING)

(Certificates transferable in Toronto and Montreal)

CAPITAL SECURITIES AS AT MARCH 31, 1940.

STOCK	Par Value	Number of Shares Authorized	Number of Shares Issued	Number of Shares To be Listed
Class “A”	None	200,000	200,000	200,000
Class “B”	None	15,000	15,000	None

FUNDED DEBT

None.

1. STANDARD RADIO LIMITED (hereinafter referred to as the “Company”) hereby makes application for listing on The Toronto Stock Exchange 200,000 no par value Class “A” shares, replacing Class “A” shares of Rogers-Majestic Corporation Limited.

SHARE ISSUES

2. In October, 1929, McLeod, Young, Weir & Co. Ltd., Toronto, offered 25,000 Class “A” shares at \$30 a share. Proceeds were to defray cost of new factory and provide additional working capital. This made 92,701 “A” shares and 7,694 “B” shares outstanding. During the fiscal year ended March 31, 1930, these totals were increased to 115,355 “A” shares and 10,194 “B” shares by private subscription. Through acquisition of Consolidated Industries early in 1934, the number of “A” shares outstanding as at March 31, 1934, was increased to 148,355. During the year ended March 31, 1935, 51,645 “A” shares and 4,806 “B” shares were issued, bringing the total outstanding to the authorized amount of capital.

SHARES FULLY PAID

3. Capital stock of the Company is fully paid and non-assessable and no personal liability attaches to ownership.

STOCK PROVISIONS AND VOTING POWERS

4. At a special general meeting of the Class “A” and “B” shareholders held July 14, 1939, approval was given to a by-law providing that each of the 200,000 Class “A” shares should have one vote and each of the 15,000 Class “B” shares should have five votes at all meetings of shareholders. Previously Class “B” shares carried sole voting rights, although during the past two years there have been on the Board two directors to represent particularly the Class “A” shareholders. Supplementary Letters Patent of the Company confirming this by-law were issued on the 9th day of August, 1939.

This listing statement is a copy of the listing application made by the applicant company. The Exchange has received no consideration in connection with the issue of this listing statement other than the customary listing fee. The papers and exhibits submitted by the applicant company in support of the listing application are open for inspection at the general office of the Exchange.

DIVIDENDS

5. An initial quarterly dividend of 30 cents per share on both classes of stock was paid June 1, 1930. At the same time a bonus of 50 cents a share was paid on both classes. Subsequently the Company paid quarterly dividends of 30 cents a share from September 1, 1930, to September 1, 1931, inclusive.

FUNDED INDEBTEDNESS

6. The Company has no funded debt.

OPTIONS AND UNDERWRITINGS

7. There are no outstanding underwriting, option, sale agreements or conversion privileges, purchase warrants, or other contracts or agreements of like nature with respect to any unissued shares, bonds or other securities or any issued shares, bonds or other securities held for the benefit of the Company.

NATURE OF BUSINESS

8. The Company is now a holding company and owns the entire bond issue and issued capital stock of Rogers Radio Broadcasting Company Limited. Rogers Radio Broadcasting Company Limited has outstanding bonds in the aggregate of \$150,000 bearing interest at 7% per annum and maturing in 1945, and 33,961 shares of capital stock without nominal or par value. The Company also owns the entire capital stock of Canadian Radio Artists Bureau Limited. Rogers Radio Broadcasting Company Limited owns and operates radio broadcasting stations CFRB and CFRX, Toronto.

PROPERTIES

9. The head office of the Company is at 37 Bloor Street West, Toronto. The studios of Rogers Radio Broadcasting Company Limited are located at the same address. The transmitters of the broadcasting stations are located on the west side of Yonge Street, in the Township of King, about one mile south of the Town of Aurora.

HISTORY

10. The Company was originally incorporated under the Laws of the Dominion of Canada, by Letters Patent dated May 30, 1925, under the name of Standard Radio Manufacturing Corporation Limited. On June 1, 1929, the Company acquired the radio business, assets and staff of Q.R.S. Canadian Corporation Limited, which Company had heretofore acted as distributor of the products of the Standard Radio Manufacturing Corporation Limited.

In February, 1934, shareholders of Consolidated Industries Limited, formally accepted the offer of Rogers-Majestic Corporation Limited to acquire the business and assets of Consolidated Industries Limited, shareholders of the latter to receive one Rogers-Majestic share for each ten of their own shares. The products manufactured and distributed by Consolidated Industries Limited comprised the DeForest Crosley Radio, Norge Refrigerator, DeForest Washing Machines, etc.

Early in 1938, Radio Finance Corporation Limited, a wholly-owned subsidiary, was sold to Industrial Acceptance Corporation, the consummation of this arrangement resulting in the latter company handling all finance activities of Rogers-Majestic in Canada, whereas formerly Radio Finance Corporation handled financing activities in a small part of Ontario only, the remainder being administered by Industrial Acceptance Corporation.

ORGANIZATION, CAPITAL AND CHARTER CHANGES

11. At a special general meeting of the shareholders of the company held on February 14, 1941, stockholders of Rogers-Majestic Corporation Limited approved the sale of all of the company's assets except the bonds and shares of Rogers Radio Broadcasting Company Limited and the shares of Canadian Radio Artists Bureau Limited. This transaction was closed on the 15th of February, 1941, and the purchase price of \$645,000 received. Shareholders at a special general meeting held on the 24th of March, 1941, approved a by-law authorizing an application for Supplementary Letters Patent changing the name of the Company from Rogers-Majestic Corporation Limited to Standard Radio Limited and authorizing reduction in the capital of the Company and the repayment to the shareholders of the sum of \$645,000 being repayment to each of the holders of Class "A" and/or Class "B" shares of the sum of \$3 per share. Supplementary Letters Patent of the Company have been issued confirming this by-law changing the name of the Company and authorizing the repayment to the shareholders as aforesaid.

SUBSIDIARY COMPANIES

12. Rogers Radio Broadcasting Company Limited, 37 Bloor St. W., Toronto.
Canadian Radio Artists Bureau Limited, 37 Bloor St. W., Toronto.

LISTING ON OTHER STOCK EXCHANGES

13. None.

SECURITY COMMISSION REGISTRATION

14. None required.

FISCAL YEAR END

15. March 31st in each year.

ANNUAL MEETING

16. At call of Directors.

HEAD OFFICE

17. 37 Bloor Street West, Toronto, Ontario.

TRANSFER AGENT

18. The London and Western Trusts Company Limited, Toronto, Ontario.

TRANSFER FEE

19. None.

REGISTRAR

20. The London and Western Trusts Company Limited, Toronto, Ontario.

OFFICERS

	<i>Name</i>	<i>Position Held</i>	<i>Address</i>
21.	G. Harrison Smith.....	Chairman of the Board and	
		Vice-President.....	Toronto, Ontario
	J. E. Rogers.....	President.....	Toronto, Ontario
	B. A. Trestrail.....	Vice-President.....	Toronto, Ontario
	Samuel Rogers.....	Secretary.....	Toronto, Ontario
	George F. Brooks.....	Treasurer.....	Toronto, Ontario

DIRECTORS

	<i>Name</i>	<i>Address</i>
22.	G. Harrison Smith.....	Toronto, Ontario
	J. E. Rogers.....	Toronto, Ontario
	Samuel Rogers.....	Toronto, Ontario
	Harry Sedgwick.....	Toronto, Ontario
	D. I. McLeod.....	Toronto, Ontario
	A. B. Gordon.....	Toronto, Ontario
	B. A. Trestrail.....	Toronto, Ontario
	George F. Brooks.....	Toronto, Ontario
	A. L. Ainsworth.....	Toronto, Ontario
	Carl Sanders.....	North Bay, Ontario

CERTIFICATE

Pursuant to a resolution passed by the Board of Directors the applicant Company hereby applies for a listing of the above-mentioned securities on The Toronto Stock Exchange and the undersigned officers thereof hereby certify that the statements and representations made in this application and the documents submitted in support thereof are true and correct.



STANDARD RADIO LIMITED,

"J. E. ROGERS,"
President.

"SAMUEL ROGERS,"
Secretary.

Dated at Toronto, 23rd day of April, 1941.

FINANCIAL STATEMENTS

ROGERS-MAJESTIC CORPORATION LIMITED

BALANCE SHEET AS AT FEBRUARY 15, 1941

ASSETS

Current Assets:

Cash in Bank.....	\$645,000.00
-------------------	--------------

Investments:

Canadian Radio Artists Bureau Limited (Shares).....	\$ 500.00	
Rogers Radio Broadcasting Company Limited (Shares).....	169,805.00	
Rogers Radio Broadcasting Company Limited—		
7% Mortgage Bonds.....	150,000.00	
		320,305.00
		<u>\$965,305.00</u>

LIABILITIES

Capital Stock:

Issued and Outstanding	\$2,586,990.80
------------------------------	----------------

Deficit	<u>1,621,685.80</u>
---------------	---------------------

	<u>\$965,305.00</u>
--	---------------------

Audited and certified correct.

(Sgd.) LOFTUS A. ALLEN & CO.,

Toronto, Ontario,
March 26, 1941.

Chartered Accountants,
Auditors.

